

1 KEVIN D. RISING (SBN 211663)
Kevin.Rising@btlaw.com
2 **BARNES & THORNBURG LLP**
2049 Century Park East, Suite 3550
3 Los Angeles, CA 90067
4 Telephone: 310-284-3880
Facsimile: 310-284-3894

5 FELICIA J. BOYD (*pro hac vice to be submitted*)
felicia.boyd@btlaw.com
6 AARON A. MYERS (*pro hac vice to be submitted*)
aaron.myers@btlaw.com
7 **BARNES & THORNBURG LLP**
225 South Sixth Street, Suite 2800
8 Minneapolis, MN 55402
Telephone: (612) 333-2111
9 Facsimile: (612) 333-6798

10 Attorneys for Plaintiffs
WELLS FARGO & COMPANY and WELLS FARGO
11 INSURANCE SERVICES, USA, INC.

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA

14
15 **WELLS FARGO & COMPANY and WELLS**
16 **FARGO INSURANCE SERVICES, USA, INC.,**

17 Plaintiffs,

18 v.

19 **ABD INSURANCE & FINANCIAL SERVICES,**
20 **INC. (f/k/a INSURANCE LEADERSHIP**
21 **NETWORK, INC.), d/b/a "THE ABD TEAM";**
22 **KURT DE GROSZ; and BRIAN**
23 **HETHERINGTON**

24 Defendants.

CV 12 3856
Case No.:

COMPLAINT FOR LANHAM ACT
VIOLATIONS, TRADEMARK
INFRINGEMENT, FALSE
ADVERTISING, AND UNFAIR
COMPETITION

JURY TRIAL DEMANDED

Case No.:

COMPLAINT FOR LANHAM ACT VIOLATIONS, TRADEMARK INFRINGEMENT, FALSE
ADVERTISING, AND UNFAIR COMPETITION

ORIGINAL

FILED

FILED

JUL 24 2012

RICHARD W. WIERING
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

E-filing

DMR

INTRODUCTION

Wells Fargo & Company and Wells Fargo Insurance Services, USA., Inc. (collectively, "Wells Fargo") bring this action to stop the Defendants' illegitimate use of the mark "ABD" as part of a transparent attempt to build a new business based on misappropriation of brand recognition and deception of consumers. The ABD mark is not the Defendants' to use. Wells Fargo acquired all legal rights to the ABD mark in 2007 when it purchased the assets of ABD Insurance and Financial, Inc. ("ABD") and continued to operate ABD's business under the umbrella of Wells Fargo Insurance Services. ABD was a very successful company with an excellent reputation. The ABD brand had established extremely valuable goodwill that was one of the primary reasons that Wells Fargo acquired ABD. Rather than establish a brand and reputation of their own, the Defendants are attempting to misappropriate the goodwill of a recognized brand and compete in a manner calculated to deceive consumers and irreparably harm Wells Fargo.

The Defendants are in a position to know the harm their conduct will cause to Wells Fargo. Defendant Kurt de Grosz is a former vice president of ABD and the founder of Insurance Leadership Network, Inc. ("ILN"). Mr. Hetherington was a Wells Fargo executive from 2007 through January 2012 and is the current CEO of ABD Insurance & Financial Services. ILN recruited more than 50 employees to quit Wells Fargo and join ILN to do business in competition with Wells Fargo under the "reintroduce[d]" name ABD Insurance & Financial Services ("Defendant ABD"). In support of its launch, Defendant ABD has falsely advertised to the public that it acquired the right to use the ABD mark. Defendant ABD has gone so far as to advertise that it is connected to the previous ABD enterprise that Wells Fargo acquired and continues to operate.

Wells Fargo continues to use the ABD name and benefit from the brand goodwill acquired in 2007. The defendants' improper use of the ABD mark threatens to misappropriate that goodwill and threatens to confuse, deceive, and mislead consumers. These harms are irreparable and will continue unless and until the defendants' conduct is enjoined by this Court.

PARTIES

1. Wells Fargo & Company is a diversified financial services company providing banking, insurance, trust and investments, mortgage banking, investment banking, retail banking, brokerage

1 services, and consumer and commercial finance to individuals and businesses across the United States
2 and internationally. Wells Fargo is incorporated in Delaware and headquartered in San Francisco,
3 California. Wells Fargo Insurance Services, USA, Inc. is an insurance brokerage owned by Wells
4 Fargo & Company. Wells Fargo Insurance Services, USA, Inc. is incorporated in North Carolina and
5 headquartered in Redwood City, California. Wells Fargo & Company and Wells Fargo Insurance
6 Services, Inc. are hereinafter collectively referred to as "Wells Fargo."

7 2. On information and belief, Defendant ABD Insurance & Financial Services, Inc.
8 ("Defendant ABD") is an insurance and financial services company incorporated in Delaware and
9 headquartered in San Mateo, California, and doing business under the name "The ABD Team." On
10 information and belief, Defendant ABD is formerly known as Insurance Leadership Network, Inc.

11 3. On information and belief, Kurt de Grosz is an individual residing in the San Francisco
12 Bay area of California. Mr. de Grosz was the founder of Insurance Leadership Network, Inc. that, on
13 information and belief, recently changed its corporate name to ABD Insurance & Financial Services,
14 Inc. Mr. de Grosz holds himself out as the president and co-chair of Defendant ABD.

15 4. On information and belief, Brian Hetherington is an individual residing in the San
16 Francisco Bay area of California. Mr. Hetherington was an executive with Wells Fargo from 2007
17 through January 2012. Mr. Hetherington currently holds himself out as the CEO of Defendant ABD.

18 5. Wells Fargo is informed, believes and thereon alleges that at all times relevant hereto
19 Defendant de Grosz and Defendant Hetherington were the agents, affiliates, officers, directors,
20 managers, principals, alter egos, and/or employees of Defendant ABD Insurance & Financial Services,
21 Inc. and were at all times acting within the scope of such agency, affiliation, alter-ego relationship
22 and/or employment; and that each Defendant actively participated in or subsequently ratified and
23 adopted, or both, each and all of the acts and conduct alleged herein with full knowledge of all the
24 surrounding facts and circumstances, including full knowledge of each and every violation of Wells
25 Fargo's rights alleged herein and of the damages that Wells Fargo suffered as a result thereof.

26 6. Wells Fargo is further informed, believes and thereon alleges that at all times relevant
27 hereto Defendant ABD acted at the direction and control of Defendant de Grosz and Defendant
28 Hetherington.

JURISDICTION AND VENUE

7. This action arises under the federal Lanham Act, 15 U.S.C. § 1051 et seq., and California statutory and common law. This Court has subject matter jurisdiction over the federal law claims under 28 U.S.C. § 1331, 28 U.S.C. § 1338 and 15 U.S.C. § 1121. This Court has supplemental jurisdiction over the state law claims under 28 U.S.C. § 1367.

8. This Court has personal jurisdiction over the Defendants because the Defendants reside in this judicial district, and because the Defendants do business here and have committed acts and violations that have caused injury in this judicial district.

9. Venue is proper in this District pursuant to at least 28 U.S.C. §§ 1391(b) and (c).

BACKGROUND ON DEFENDANTS' LANHAM ACT VIOLATIONS, TRADEMARK INFRINGEMENT, FALSE ADVERTISING, AND UNFAIR COMPETITION

A. Wells Fargo Acquires ABD Insurance and the Valuable ABD Brand

10. Wells Fargo acquired ABD Insurance and Financial, Inc. ("ABD Insurance") and all of its assets in 2007. With the acquisition, Wells Fargo acquired the trademark ABD and all goodwill in the ABD mark.

11. This acquisition was attractive in view of ABD Insurance's significant commercial success in the state of California and its unparalleled reputation.

12. ABD Insurance accounted for \$165 million in 2005 U.S. revenue, ranking it as the nation's 14th largest insurance brokerage according to Business Insurance magazine's July 2006 rankings. It ranked 2nd on the San Francisco Business Times' 2006 List of the Largest Insurance Brokers in the Bay Area, with just over \$1 billion in Bay Area-generated 2005 premium volume, and \$2.26 billion in overall premium volume that year. The company had 575 brokers and about 800 employees companywide.

13. The ABD brand was continuously used for more than 18 years in the insurance and financial services brokerage marketplace.

14. Throughout this period of use, ABD expended significant resources to protect the ABD brand and to increase the reputation and goodwill associated with the name and the services it provided. Federal and state trademark registrations for ABD and ABD INSURANCE FINANCIAL

1 SERVICES and Design were obtained and properly maintained. (*See, e.g.*, Ex. A, U.S. Reg. Nos.
2 2,261,016 and 2,508,929).

3 15. When Wells Fargo acquired ABD Insurance, Wells Fargo continued operation of
4 ABD's business under the umbrella of Wells Fargo Insurance Services the next year. However, Wells
5 Fargo continued to use the ABD name because of the substantial goodwill established in the ABD
6 name, and continues to commercially use the ABD name today. For example, Wells Fargo continues
7 to use the ABD name in presentations to potential customers and uses the website www.abdi.com to
8 redirect potential customers to Wells Fargo's website <http://www.cybersure.com/cybersure/default.aspx>.

9 **B. ABD Insurance's Former VP Finds a Competing Company, then Works with**
10 **Former Wells Fargo VP to Recruit Wells Fargo's Employees to Compete Against**
11 **Wells Fargo as a 'Reintroduce[d]' ABD Entity**

12 16. Kurt de Grosz is the founder of Insurance Leadership Network, Inc. ("ILN"), an
13 insurance and financial services company that was in competition with Wells Fargo. Before founding
14 ILN, Mr. de Grosz held the position of Vice President at ABD Insurance for more than five years. Mr.
15 de Grosz's family member, Fred de Grosz, was one of the founding partners of ABD Insurance.

16 17. Brian Hetherington was a Wells Fargo executive from 2007 through January 2012. Mr.
17 Hetherington joined Defendant ABD as its CEO in July 2012.

18 18. On information and belief, Mr. de Grosz, Mr. Hetherington and ILN recruited more
19 than 50 employees to quit Wells Fargo and join ILN to do business in competition with Wells Fargo
20 under the name ABD Insurance & Financial Services, Inc. d/b/a "The ABD Team" ("Defendant
21 ABD").

22 19. In October 2011, ILN filed an "intent to use" application with the federal trademark
23 office claiming an intent to register the mark ABD and use the mark ABD in connection with
24 insurance services; employee benefits; investment brokerage services; risk management services;
25 human resource consulting; financial services; and human capital management.

26 20. On June 28, 2012, ILN filed a business name registration for ABD Retirement Services
27 with the California Secretary of State.

28 21. ILN filed notice of its intention to do business under the name ABD Insurance and

1 Financial Services.

2 22. On July 17, 2012, Wells Fargo through its legal counsel sent a letter to Mr. de Grosz
3 asking that ILN expressly abandon its pending trademark application and asking that ILN notify the
4 California Secretary of State and the California Department of Insurance that the company would not
5 be using any name containing ABD. (*See* Ex. B). The letter informed Mr. de Grosz that ILN was not
6 permitted to use the ABD mark or otherwise attempt to misappropriate the goodwill in the mark,
7 explaining as follows:

8 With the recent name change of ABD to Wells Fargo Insurance Services,
9 it appears that your team has assumed, wrongly, that it can simply
10 appropriate the residual goodwill in the ABD brand for its competing
11 business. This is not the case. Companies are not allowed to step into the
12 shoes of prior trademark owners and appropriate to themselves the
13 residual goodwill in a trademark. The benefit to the company is clear:
14 residual goodwill gives the new user instant recognition, even in new
15 markets unaffiliated with the former product or company. The downside
16 risk is equally clear: consumers can be confused or misled as to the
17 actual source of the services offered or the affiliation of the new user with
18 the prior established trademark owner.

19 23. Wells Fargo's letter further informed Mr. de Grosz and ILN as follows:
20 Federal and state trademark, deceptive trade practices statutes and unfair
21 competition laws are designed to protect consumers from confusion and
22 deception. After reviewing the information located to date, Wells Fargo
23 is concerned that a likelihood of consumer confusion, mistake or
24 deception could arise from the strategies employed by Insurance
25 Leadership Network, Inc. Insurance Leadership Network is apparently
26 laying the groundwork to start operating its business as if it were ABD,
27 the company founded years ago by the same individuals who sold it.
28 Insurance Leadership Network has taken in its entirety the distinctive

1 ABD name for a company which offers the same products and services
2 as those offered by Wells Fargo and its predecessor company.

3 24. ILN did not respond to the July 17, 2012 letter. Since sending that letter, Wells Fargo
4 has discovered that the company has not only continued preparations to do business under the ABD
5 name, but has officially changed its Delaware corporate name to ABD Insurance & Financial Services,
6 Inc., and is already advertising the ABD mark and actively using the mark in commerce.

7 25. Defendant ABD operates a website advertising its insurance and financial services
8 business at www.theABDteam.com. On information and belief, the website domain was registered on
9 June 19, 2012.

10 26. Defendant ABD's website advertises: "Allow us to introduce ourselves, or rather,
11 reintroduce ourselves. We're ABD, an independent insurance collective..." (See Ex. C).

12 27. The website further advertises that ILN "had ties to another iconic independent firm,
13 ABD Insurance and Financial Services, founded in 1990 through the merger of [companies] whose
14 history traces back to 1946. Connected through shared history and family, the ILN team began to look
15 for ways to incorporate all the rich tradition of ABD. This included securing the ABD name and
16 attracting like-minded professionals looking to claim independence and become a part of creating a
17 better way to do business." (See Ex. D).

18 28. The website contains a notice that the website is copyrighted by "ABD" with "[a]ll
19 rights reserved."

20 29. The website advertises a telephone number, 866-COOL-ABD.

21 30. The website contains a Terms and Conditions page that purports to disclaim certain
22 liabilities for "ABD Insurance & Financial Services, Inc."

23 31. The website contains a section called "Intellectual Property Rights" stating that "[o]ther
24 parties' trademarks, copyrights and services marks that may be referred to are the property of their
25 respective owners...Neither the copyrighted name of ABD nor our logo may be used in any way..."

26 32. Defendant ABD maintains a LinkedIn site for "The ABD Team" that states "[a]llow us
27 to...reintroduce ourselves" under the ABD mark. The company's LinkedIn site identifies a "Founded"
28 date of 1936. (See Ex. E).

1 33. Defendant ABD's LinkedIn site also advertises that Defendant ABD is "delighted to
2 announce the re-launch of ABD."

3 34. The site identifies many founding principals of Defendant ABD who are former
4 employees of ABD Insurance and/or Wells Fargo Insurance Services. The site includes a link to Kurt
5 de Grosz's LinkedIn site. Mr. de Grosz identifies himself as "President & Co-Chair at The ABD
6 Team." (See Ex. F). Mr. de Grosz's professional history on his LinkedIn site also identifies him as the
7 Vice President of ABD Insurance from 1994-1999 and acknowledges that ABD Insurance was "ranked
8 among the top 15 insurance brokerage firms in the United States" before it was acquired by Wells
9 Fargo in 2007. (*Id.*)

10 35. The site also includes a link to Brian Hetherington's LinkedIn site. Mr. Hetherington
11 identifies himself as "CEO at The ABD Team." (See Ex. G). His professional history on his
12 LinkedIn site also identifies him as the executive vice president and regional managing director of
13 Wells Fargo Insurance from January 2009 to January 2012 and as the President, Property & Casualty
14 of Wells Fargo Insurance Services from July 2007 to January 2009. (*Id.*)

15 36. On information and belief, Wells Fargo believes that Mr. de Grosz, Mr. Hetherington
16 and Defendant ABD are using the ABD mark in commerce in numerous other ways, including but not
17 limited to the use in printed publications or other advertisements, and by email and phone
18 communications directed toward actual or potential customers of Wells Fargo Insurance Services.

19 **COUNT I—LANHAM ACT VIOLATION UNDER 15 U.S.C. § 1125(a)(1)(A)**

20 37. Wells Fargo repeats the allegations above as if fully set forth herein.

21 38. Defendants' acts complained of herein violate Section 43(a)(1)(A) of the Lanham Act,
22 15 U.S.C. § 1125(a)(1)(A). Defendants' use of the ABD mark violates Wells Fargo's trademark rights
23 and is likely to cause confusion, mistake, and/or deception as to the affiliation, connection, or
24 association of Defendant ABD and its products, services, and commercial activities with Wells Fargo
25 and its products, services, and commercial activities. Defendants' acts are further likely to cause
26 confusion, mistake, or deception as to the origin, sponsorship, or approval of Defendants' products and
27 commercial activities.

28 39. On information and belief, actual confusion has arisen and will arise as a result of

1 Defendants' use of the ABD mark.

2 40. Wells Fargo has been injured and will continue to be injured by Defendants' violations
3 of 15 U.S.C. § 1125(a)(1)(A) and has no adequate remedy at law.

4 41. Defendants' violations of 15 U.S.C. § 1125(a)(1)(A) were knowing, deliberate and
5 intentional. Accordingly, Wells Fargo is entitled to a recovery of enhanced damages and its attorneys'
6 fees.

7 **COUNT II—LANHAM ACT VIOLATION UNDER 15 U.S.C. § 1125(a)(1)(B)**

8 42. Wells Fargo repeats the allegations above as if fully set forth herein.

9 43. Defendants' acts complained of herein violate Section 43(a)(1)(B) of the Lanham Act,
10 15 U.S.C. § 1125(a)(1)(B). Defendants have included false and misleading descriptions of fact in
11 connection with commercial advertising or promotion on at least their website and LinkedIn site.

12 44. Defendants' false and misleading descriptions misrepresent the nature, characteristics,
13 qualities or origins of Defendant ABD's products, services, or commercial activities. The Defendants'
14 identification of Defendant ABD as a "reintroduce[d]" ABD enterprise misrepresents that the
15 Defendant ABD's business has a common identity with the ABD Insurance business that Wells Fargo
16 acquired in 2007. Defendants further misrepresent the "re-launch of ABD." This statement is literally
17 false because Defendants did not "re-launch" an ABD enterprise, and the statement is misleading in
18 intending to lead consumers to believe that Defendant ABD is a "re-launch" of the ABD Insurance
19 business that Wells Fargo acquired.

20 45. The Defendants also advertise that Defendant ABD "has ties" or is "connected" to ABD
21 Insurance. These statements are literally false or misleading because there is no connection or ties
22 between Defendant ABD and the ABD Insurance business that Wells Fargo acquired. Defendants
23 further misrepresent that Defendant ABD acquired the legal right to use the ABD mark and has
24 intellectual property or other rights in the ABD mark. These statements are literally false because
25 Defendants did not acquire and do not have any legal right to use the ABD mark.

26 46. Defendants' false and misleading statements are material. The statements are likely to
27 influence consumers' purchasing decisions and to divert consumers away from Wells Fargo. The
28 statements have caused or will cause the public to be deceived.

1 47. Wells Fargo has been injured and will continue to be injured by Defendants' violations
 2 of 15 U.S.C. § 1125(a)(1)(B) and has no adequate remedy at law. Wells Fargo is entitled to injunctive
 3 relief, Defendants' profits resulting from Defendants' false and misleading advertising, and recovery of
 4 Wells Fargo's monetary damages.

5 48. Defendants' violations of 15 U.S.C. § 1125(a)(1)(B) were knowing, deliberate and
 6 intentional. Accordingly, Wells Fargo is entitled to a recovery of enhanced damages and its attorneys'
 7 fees.

8 **COUNT III—COMMON LAW TRADEMARK INFRINGEMENT**

9 49. Wells Fargo repeats the allegations above as if fully set forth herein.

10 50. Defendants' intentional and willful acts complained of herein, knowingly and willfully
 11 utilizing the ABD mark and misrepresenting that the Defendant ABD's business has a common
 12 identity with the ABD Insurance business that Wells Fargo acquired in 2007, constitute trademark
 13 infringement in violation of the common law of California.

14 51. Defendants' acts complained of herein are likely to cause confusion, mistake and/or
 15 deception, including but not limited to confusion, mistake and/or deception regarding the source,
 16 origin, and/or affiliation of products promoted or sold by Defendants.

17 52. On information and belief, Defendants' use of the ABD mark has caused and will cause
 18 actual confusion.

19 53. Defendants' acts complained of herein have been intentional, willful, and in bad faith.
 20 Defendants have deliberately disregarded Wells Fargo's rights in the ABD mark in an attempt to
 21 misappropriate the reputation and goodwill in the ABD mark and to deliberately cause confusion,
 22 mistake, and/or deception.

23 54. Defendants' acts have caused and will continue to cause Wells Fargo to suffer damages
 24 in an amount to be proven at trial. Defendants' violations have caused and will continue to cause
 25 Wells Fargo irreparable injury to its business reputation and goodwill. Wells Fargo has been and will
 26 continue to be irreparably damaged unless and until this Court enjoins Defendants' violations.

27 **COUNT IV—CALIFORNIA UNFAIR COMPETITION UNDER SECTION 17200**

28 55. Wells Fargo repeats the allegations above as if fully set forth herein.

56. Defendants have engaged in unlawful, fraudulent or unfair business acts or practices, knowingly and willfully utilizing the ABD mark and misrepresenting that the Defendant ABD's business has a common identity with the ABD Insurance business that Wells Fargo acquired in 2007.

57. Through Defendants' acts complained of herein, Defendants have committed unfair competition in violation of California Business and Professions Code Section 17200 et seq. ("California Unfair Competition Law"). Through the acts complained of herein, Defendants have committed unlawful and unfair business acts and practices in violation of California Unfair Competition Law, and have further committed deceptive, untrue, or misleading advertising in violation of California Unfair Competition Law.

58. Defendants' acts have caused and will continue to cause Wells Fargo to suffer damages in an amount to be proven at trial. Defendants' violations have caused and will continue to cause Wells Fargo irreparable injury to its business reputation and goodwill. Wells Fargo has been and will continue to be irreparably damaged unless and until this Court enjoins Defendants' violations.

59. Pursuant to the California Unfair Competition Law, Wells Fargo is entitled to appropriate injunctive relief.

COUNT V—CALIFORNIA FALSE ADVERTISING UNDER SECTION 17500

60. Wells Fargo repeats the allegations above as if fully set forth herein.

61. Through Defendants' acts complained of herein, Defendants have committed false advertising in violation of California Business and Professions Code Section 17500 et seq.

62. Defendants have included false and misleading descriptions of fact in connection with commercial advertising or promotion on at least their website and LinkedIn site.

63. Defendants' false and misleading descriptions misrepresent the nature, characteristics, qualities or origins of Defendant ABD's products, services, or commercial activities. The Defendants' identification of Defendant ABD as a "reintroduce[d]" ABD enterprise misrepresents that the Defendant ABD's business has a common identity with the ABD Insurance business that Wells Fargo acquired in 2007. Defendants further misrepresent the "re-launch of ABD." This statement is literally false because Defendants did not "re-launch" an ABD enterprise, and the statement is misleading in intending to lead consumers to believe that Defendant ABD is a "re-launch" of the ABD Insurance

1 business that Wells Fargo acquired.

2 64. The Defendants also advertise that Defendant ABD "has ties" or is "connected" to ABD
3 Insurance. These statements are literally false or misleading because there is no connection or ties
4 between Defendant ABD and the ABD Insurance business that Wells Fargo acquired. Defendants
5 further misrepresent that Defendant ABD acquired the legal right to use the ABD mark and has
6 intellectual property or other rights in the ABD mark. These statements are literally false because
7 Defendants did not acquire and do not have any legal right to use the ABD mark.

8 65. Defendants knew, or by the exercise of reasonable care should have known, that the
9 statements were untrue or misleading.

10 66. Defendants' false and misleading statements are material. The statements are likely to
11 influence consumers' purchasing decisions and to divert consumers away from Wells Fargo. The
12 statements have caused or will cause the public to be deceived.

13 67. Wells Fargo has been injured and will continue to be injured by Defendants' violations
14 of Cal. Bus. & Prof. Code §17500 et seq. and has no adequate remedy at law. Wells Fargo is entitled
15 to injunctive relief and restitution pursuant to at least Cal. Bus. & Prof. Code §17535 or as otherwise
16 authorized under California's Unfair Competition Law or other applicable legal authority.

17 PRAYER FOR RELIEF

18 **WHEREFORE**, Wells Fargo requests the Court to award the following relief:

19 A. Judgment on all counts against Defendants and in favor of Wells Fargo;

20 B. To enter an order preliminarily and permanently enjoining Defendants, and their
21 officers, agents, servants, and employees, and all persons in active concert or participation with any of
22 them, from using the ABD mark as described herein or any other name, mark, trade name, or any other
23 designation or origin which is confusingly similar to the ABD mark, alone or in combination with
24 other words or designs.

25 C. To enter an order preliminarily and permanently enjoining Defendants, and their
26 officers, agents, servants, and employees, and all persons in active concert or participation with any of
27 them, from any conduct that is likely to cause confusion, mistake, deception, or misunderstanding as to
28 the source, affiliation, connection, or association of Defendants with Wells Fargo.

1 D. To enter an order enjoining Defendants from the false and misleading advertising
2 complained of herein and further requiring Defendants to complete corrective advertising.

3 E. An award to Wells Fargo in the amount of its monetary damages along with an award of
4 enhanced or exemplary damages, and attorney fees due to Defendants' deliberate and willful conduct,
5 and all costs and expenses incurred in this action.

6 F. An award to Wells Fargo in the amount of Defendants' profits resulting from
7 Defendants' false and misleading advertising or as otherwise warranted under the Lanham Act or
8 California law.

9 G. To enter an order requiring Defendants to do all of the following:

10 (1) File with the California Secretary of State appropriate documentation changing
11 any entity using the name ABD to a name which does not include ABD;

12 (2) File with the California Department of Insurance a statement indicating to not do
13 business under any name including ABD;

14 (3) File an express abandonment of the any pending trademark application for
15 ABD; and

16 (4) Removal of Defendant ABD's website, Defendant ABD's LinkedIn page, and
17 any other online or other use of the ABD mark.

18 H. All other relief, in law or in equity, as this Court deems just and proper.

19 \\\

20 \\\

21 \\\

22 \\\

23 \\\

24 \\\

25 \\\

26 \\\

27 \\\

28 \\\


DEMAND FOR JURY TRIAL

Pursuant to Rule 38(b) of the Federal Rules of Civil Procedure, Wells Fargo respectfully requests a trial by jury of any and all issues on which a trial by jury is available under applicable law.

Date: July 24, 2012

BARNES & THORNBURG LLP

By:


Kevin D. Rising
2049 Century Park East, Suite 3550
Los Angeles, CA 90067
Tel: (310) 284-3888
Fax: (310) 284-3894
E-mail: kevin.rising@btlaw.com

Felicia J. Boyd (*pro hac vice to be submitted*)
Aaron A. Myers (*pro hac vice to be submitted*)
225 South Sixth Street, Suite 2800
Minneapolis, MN 55402
Tel.: (612) 333-2111
Fax: (612) 333-6798

LADS01-87429v1

Exhibit A

ORIGINAL

FAXED

Int. Cl.: 36

Prior U.S. Cls.: 100, 101 and 102

United States Patent and Trademark Office

Reg. No. 2,508,929

Registered Nov. 20, 2001

**SERVICE MARK
PRINCIPAL REGISTER**



ALBURGER BASSO DE GROSZ INSURANCE
SERVICES, INC. (CALIFORNIA CORPORATION)
305 WALNUT STREET
REDWOOD CITY, CA 94063

FOR: INSURANCE BROKERAGE AND EMPLOYEE
BENEFIT CONSULTING SERVICES, IN CLASS 36
(U.S. CLS. 100, 101 AND 102).

FIRST USE 8-0-1998; IN COMMERCE 8-0-1998.

OWNER OF U.S. REG. NO. 2,261,016.

NO CLAIM IS MADE TO THE EXCLUSIVE
RIGHT TO USE "INSURANCE FINANCIAL SERVICES",
APART FROM THE MARK AS SHOWN.

SER. NO. 75-917,990, FILED 2-14-2000.

ALICE BENMAMAN, EXAMINING ATTORNEY

Latest Status Info

Page 1 of 3

Thank you for your request. Here are the latest results from the TARR web server.

This page was generated by the TARR system on 2012-07-23 15:09:56 ET

Serial Number: 75917990 Assignment Information Trademark Document Retrieval

Registration Number: 2508929

Mark



(words only): ABD INSURANCE FINANCIAL SERVICES

Standard Character claim: No

Current Status: Registration cancelled because registrant did not file an acceptable declaration under Section 8. To view all documents in this file, click on the Trademark Document Retrieval link at the top of this page.

Date of Status: 2012-06-22

Filing Date: 2000-02-14

Transformed into a National Application: No

Registration Date: 2001-11-20

Register: Principal

Law Office Assigned: LAW OFFICE 103

If you are the applicant or applicant's attorney and have questions about this file, please contact the Trademark Assistance Center at TrademarkAssistanceCenter@uspto.gov

Current Location: 830 -Post Registration

Date In Location: 2007-03-31

LAST APPLICANT(S)/OWNER(S) OF RECORD

1. WELLS FARGO INSURANCE SERVICES, INC.

Address:

WELLS FARGO INSURANCE SERVICES, INC.
150 N. MICHIGAN AVE. SUITE 4100
CHICAGO, IL 60601
United States

Latest Status Info

Page 2 of 3

Legal Entity Type: Corporation
State or Country of Incorporation: Delaware

GOODS AND/OR SERVICES

International Class: 036
Class Status: Section 8 - Cancelled
Insurance brokerage and employee benefit consulting services
Basis: 1(a)
First Use Date: 1998-08-00
First Use in Commerce Date: 1998-08-00

ADDITIONAL INFORMATION

Disclaimer: "INSURANCE FINANCIAL SERVICES"

Design Search Code(s):
24.15.10 - Arrows, more than one; More than one arrow
24.15.25 - Other arrows
26.01.01 - Circles as carriers or as single line borders

Prior Registration Number(s):
2261016

MADRID PROTOCOL INFORMATION

(NOT AVAILABLE)

PROSECUTION HISTORY

NOTE: To view any document referenced below, click on the link to "Trademark Document Retrieval" shown near the top of this page.

2012-06-22 - Canceled Section 8 (10-year)/Expired Section 9
2010-08-24 - Attorney Revoked And/Or Appointed
2010-08-24 - TEAS Revoke/Appoint Attorney Received
2009-02-18 - Automatic Update Of Assignment Of Ownership
2008-11-13 - Notice Of Design Search Code Mailed
2008-03-13 - Attorney Revoked And/Or Appointed
2008-03-13 - TEAS Revoke/Appoint Attorney Received
2007-06-06 - Automatic Update Of Assignment Of Ownership
2007-03-31 - Section 8 (6-year) accepted & Section 15 acknowledged

Latest Status Info

Page 3 of 3

2007-03-07 - Section 8 (6-year) and Section 15 Filed
2007-03-07 - TEAS Section 8 & 15 Received
2007-01-19 - Case File In TICSRS
2005-09-26 - Attorney Revoked And/Or Appointed
2005-09-26 - TEAS Revoke/Appoint Attorney Received
2005-07-13 - TEAS Change Of Correspondence Received
2001-11-20 - Registered - Principal Register
2001-08-28 - Published for opposition
2001-08-08 - Notice of publication
2001-04-30 - Approved for Pub - Principal Register (Initial exam)
2001-01-31 - Communication received from applicant
2000-07-31 - Non-final action mailed
2000-07-24 - Assigned To Examiner

ATTORNEY/CORRESPONDENT INFORMATION

Attorney of Record

Felicia J. Boyd

Correspondent

Felicia J. Boyd
Barnes & Thornburg LLP
225 South Sixth Street, Suite 2800
Minneapolis MN 55402
Phone Number: 612-367-8729
Fax Number: 612-333-6798

Int. Cl.: 36

Prior U.S. Cls.: 100, 101 and 102

Reg. No. 2,261,016

United States Patent and Trademark Office

Registered July 13, 1999

**SERVICE MARK
PRINCIPAL REGISTER**

ABD

ALBURGER BASSO DE GROSZ INSURANCE
SERVICES, INC. (CALIFORNIA CORPORA-
TION)
301 ISLAND PARKWAY
BELMONT, CA 940024110

FIRST USE 12-0-1990; IN COMMERCE
12-0-1990.

SER. NO. 75-492,575, FILED 5-21-1998.

FOR: INSURANCE BROKERAGE AND EM-
PLOYEE BENEFIT CONSULTING SERVICES,
IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

CAROLYN PENDLETON, EXAMINING AT-
TORNEY

Latest Status Info

Page 1 of 3

Thank you for your request. Here are the latest results from the TARR web server.

This page was generated by the TARR system on 2012-07-23 15:10:28 ET

Serial Number: 75492575 Assignment Information Trademark Document Retrieval

Registration Number: 2261016

Mark (words only): ABD

Standard Character claim: No

Current Status: Registration cancelled because registrant did not file an acceptable declaration under Section 8. To view all documents in this file, click on the Trademark Document Retrieval link at the top of this page.

Date of Status: 2010-02-20

Filing Date: 1998-05-21

Transformed into a National Application: No

Registration Date: 1999-07-13

Register: Principal

Law Office Assigned: LAW OFFICE 103

If you are the applicant or applicant's attorney and have questions about this file, please contact the Trademark Assistance Center at TrademarkAssistanceCenter@uspto.gov

Current Location: 40S -Scanning On Demand

Date In Location: 2007-07-06

LAST APPLICANT(S)/OWNER(S) OF RECORD

1. ABD INSURANCE AND FINANCIAL SERVICES

Address:

ABD INSURANCE AND FINANCIAL SERVICES
305 WALNUT STREET, MS-C2
REDWOOD CITY, CA 94063
United States

Legal Entity Type: Corporation

State or Country of Incorporation: California

GOODS AND/OR SERVICES

International Class: 036

Class Status: Section 8 - Cancelled

Insurance brokerage and employee benefit consulting services

Basis: 1(a)

Latest Status Info

Page 2 of 3

First Use Date: 1990-12-00

First Use in Commerce Date: 1990-12-00

ADDITIONAL INFORMATION

(NOT AVAILABLE)

MADRID PROTOCOL INFORMATION

(NOT AVAILABLE)

PROSECUTION HISTORY

NOTE: To view any document referenced below, click on the link to "Trademark Document Retrieval" shown near the top of this page.

2010-02-20 - Canceled Section 8 (10-year)/Expired Section 9

2008-03-13 - Attorney Revoked And/Or Appointed

2008-03-13 - TEAS Revoke/Appoint Attorney Received

2007-07-06 - Case File In TICRS

2007-06-06 - Automatic Update Of Assignment Of Ownership

2005-09-26 - Attorney Revoked And/Or Appointed

2005-09-26 - TEAS Revoke/Appoint Attorney Received

2005-09-17 - Section 8 (6-year) accepted & Section 15 acknowledged

2005-09-13 - Assigned To Paralegal

2005-07-13 - Section 8 (6-year) and Section 15 Filed

2005-07-13 - TEAS Section 8 & 15 Received

2005-07-13 - TEAS Change Of Correspondence Received

1999-07-13 - Registered - Principal Register

1999-04-20 - Published for opposition

1999-03-19 - Notice of publication

1999-01-19 - Approved for Pub - Principal Register (Initial exam)

1999-01-07 - Assigned To Examiner

Latest Status Info

Page 3 of 3

ATTORNEY/CORRESPONDENT INFORMATION

Attorney of Record

Felicia J. Boyd

Correspondent

Felicia J. Boyd

Faegre & Benson LLP

2200 Wells Fargo Center

90 South Seventh Street

Minneapolis MN 55402-3901

Phone Number: 612/766-7430

Fax Number: 612/766-1600

Exhibit B

BARNES & THORNBURG LLP

225 South Sixth Street, Suite 2800
Minneapolis, MN 55402-4662 U.S.A.
(612) 333-2111
Fax (612) 333-6798

www.btlaw.com

Felicia J. Boyd

612-367-8729
felicia.boyd@btlaw.com

July 17, 2012

Kurt de Grosz
Insurance Leadership Network, Inc.
845 Marshall Street
Redwood City, CA 94063

Re: ABD INSURANCE FINANCIAL SERVICES Trademark

Dear Mr. de Grosz:

We are counsel to Wells Fargo & Company ("Wells Fargo") and have been asked to contact your company regarding its purported intended use and registration of the mark ABD. As you know, Wells Fargo acquired ABD Insurance and Financial, Inc. ("ABD") and all of its assets in 2007. This acquisition was attractive in view of ABD's significant commercial success in the state of California and its unparalleled reputation. Indeed, ABD accounted for \$165 million in 2005 U.S. revenue, ranking as the nation's 14th largest insurance brokerage, according to Business Insurance magazine's July 2006 rankings. It ranked 2nd on the San Francisco Business Times' 2006 List of the Largest Insurance Brokers in the Bay Area, with just over \$1 billion in Bay Area-generated 2005 premium volume, and \$2.26 billion in overall premium volume that year. At the time, it had 575 brokers and about 800 employees companywide. It became part of Wells Fargo Insurance Services the next year. Thus, the ABD brand was continuously used for more than 18 years in the insurance and financial services brokerage marketplace.

Throughout this period of use, ABD expended significant resources to protect the ABD brand and to increase the reputation and goodwill associated with the name and the services it provided. Federal and state trademark registrations for ABD and ABD INSURANCE FINANCIAL SERVICES and Design were obtained and properly maintained. (*See, e.g.* U.S. Reg. Nos. 2,261,016 and 2,508,929).

We expect that you are well aware of all of these facts as one of your family members, Fred de Grosz, was one of the founding partners of ABD. You yourself were employed by ABD

July 17, 2012

Page 2

as a Vice President for more than five years. With the recent name change of ABD to Wells Fargo Insurance Services, it appears that your team has assumed, wrongly, that it can simply appropriate the residual goodwill in the ABD brand for its competing business. This is not the case. Companies are not allowed to step into the shoes of prior trademark owners and appropriate to themselves the residual goodwill in a trademark. The benefit to the company is clear: residual goodwill gives the new user instant recognition, even in new markets unaffiliated with the former product or company. The downside risk is equally clear: consumers can be confused or misled as to the actual source of the services offered or the affiliation of the new user with the prior established trademark owner.

Our preliminary investigation has revealed that you filed with the California Secretary of State a business name registration for ABD Retirement Services on June 28, 2012. This filing comes on the heels of a filing in October 2011 for a federal trademark application for ABD for use in connection with insurance services; employee benefits; investment brokerage services; risk management services; human resource consulting; financial services; human capital management and its filing with the California Department of Insurance indicating your company's intention to operate under the D/B/A "ADB Insurance and Financial Services. Copies of each of these documents are enclosed for your convenience.

Federal and state trademark, deceptive trade practices statutes and unfair competition laws are designed to protect consumers from confusion and deception. After reviewing the information located to date, Wells Fargo is concerned that a likelihood of consumer confusion, mistake or deception could arise from the strategies employed by Insurance Leadership Network, Inc. Insurance Leadership Network is apparently laying the groundwork to start operating its business as if it were ABD, the company founded years ago by the same individuals who sold it. Insurance Leadership Network has taken in its entirety the distinctive ABD name for a company which offers the same products and services as those offered by Wells Fargo and its predecessor company.

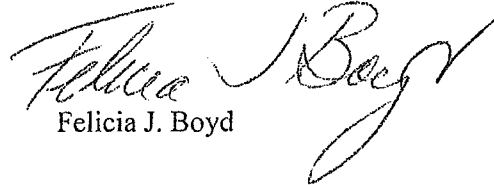
Wells Fargo is continuing to investigate this matter and requests that Insurance Leadership Network provide it with samples of all uses of "ABD," including any stationary, business cards and printed materials, whether actual or proposed, as well as any materials Insurance Leadership Network distributes, or intends to distribute, publicly which discuss ABD. Wells Fargo further insists that Insurance Leadership Network file with the California Secretary of State appropriate documentation changing the name of the entity ABD Retirement Services to a name which does not include ABD. Similarly, Insurance Leadership Network should promptly proceed to file with the California Department of Insurance an revised statement indicating that it does not intend to operate under the D/B/A "ABD Insurance and Financial Services. If Insurance Leadership Network refuses to do so, Wells Fargo fully intends to avail itself of the complaint process of the California Department of Insurance. Finally, Insurance Leadership Network should proceed to file an express abandonment of the pending trademark application for ABD. Absent an abandonment of the application, Wells Fargo will proceed to oppose registration.

July 17, 2012
Page 3

We look forward to receiving your prompt response and confirmation that you will proceed as requested.

Sincerely yours,

BARNES & THORNBURG LLP


Felicia J. Boyd

MIDS01 669244v1

BARNESÞBURG LLP

Trademark Electronic Search System (TESS)

Page 1 of 2



United States Patent and Trademark Office

[Home](#) | [Site Index](#) | [Search](#) | [FAQ](#) | [Glossary](#) | [Guides](#) | [Contacts](#) | [eBusiness](#) | [eBiz alerts](#) | [News](#) | [Help](#)**Trademarks > Trademark Electronic Search System (TESS)**

TESS was last updated on Tue Jul 17 05:20:45 EDT 2012

[TESS HOME](#) [NEW USER](#) [STRUCTURED](#) [FREE FORM](#) [BROWSE/DOC](#) [SEARCH/OG](#) [BOTTOM](#) [HELP](#) [PREV LIST](#) [CURR LIST](#) [NEXT LIST](#)
[FIRST DOC](#) [PREV DOC](#) [NEXT DOC](#) [LAST DOC](#)

[Logout](#) | Please logout when you are done to release system resources allocated for you.

[Start](#) | [List At:](#) [OR](#) [Jump](#) | [to record:](#) **Record 1 out of 27**

[TARR Status](#) [ASSIGN Status](#) [TDR](#) [TTAB Status](#) (Use the "Back" button of the Internet Browser to return to TESS)

ABD

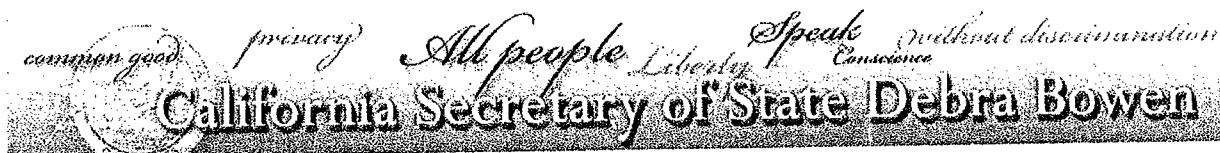
Word Mark	ABD
Goods and Services	IC 036, US 100 101 102, G & S: Insurance services; employee benefits; investment brokerage services; risk management services; human resource consulting; financial services; human capital management
Standard Characters Claimed	
Mark Drawing Code	(4) STANDARD CHARACTER MARK
Serial Number	85448720
Filing Date	October 17, 2011
Current Basis	1B
Original Filing Basis	1B
Owner	(APPLICANT) Insurance Leadership Network, Inc. CORPORATION DELAWARE 845 Marshall Street Redwood City CALIFORNIA 94063
Attorney of Record	Jill McWhirter
Type of Mark	SERVICE MARK
Register	PRINCIPAL
Live/Dead Indicator	LIVE

[TESS HOME](#) [NEW USER](#) [STRUCTURED](#) [FREE FORM](#) [BROWSE/DOC](#) [SEARCH/OG](#) [TOP](#) [HELP](#) [PREV LIST](#) [CURR LIST](#) [NEXT LIST](#)
[FIRST DOC](#) [PREV DOC](#) [NEXT DOC](#) [LAST DOC](#)

Trademark Electronic Search System (TESS)

Page 2 of 2

[HOME](#) | [SITE INDEX](#) | [SEARCH](#) | [eBUSINESS](#) | [HELP](#) | [PRIVACY POLICY](#)

**Business Entities (BE)**

Online Services

- Business Search
- Disclosure Search
- E-File Statements
- Processing Times

Main Page

Service Options

Name Availability

Forms, Samples & Fees

Annual/Biennial Statements

Filing Tips

Information Requests
(certificates, copies & status reports)

Service of Process

FAQs

Contact Information

Resources

- Business Resources
- Tax Information
- Starting A Business
- International Business Relations Program

Customer Alerts

- Business Identity Theft
- Misleading Business Solicitations

Business Entity Detail

Data is updated weekly and is current as of Friday, July 13, 2012. It is not a complete or certified record of the en

Entity Name:	ABD RETIREMENT SERVICES, INC.
Entity Number:	C3485100
Date Filed:	06/28/2012
Status:	ACTIVE
Jurisdiction:	CALIFORNIA
Entity Address:	845 MARSHALL ST
Entity City, State, Zip:	REDWOOD CITY CA 94063
Agent for Service of Process:	KURT DE GROSZ
Agent Address:	845 MARSHALL ST
Agent City, State, Zip:	REDWOOD CITY CA 94063

* Indicates the information is not contained in the California Secretary of State's database.

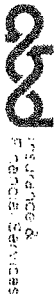
- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please see Corporations Code [section 2114](#) for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to [Name Availability](#).
- For information on ordering certificates, copies of documents and/or status reports or to request a more extensive [Information Requests](#).
- For help with searching an entity name, refer to [Search Tips](#).
- For descriptions of the various fields and status types, refer to [Field Descriptions and Status Definitions](#).

[Modify Search](#) [New Search](#) [Printer Friendly](#) [Back to Search Results](#)

[Privacy Statement](#) | [Free Document Readers](#)

Copyright © 2012 California Secretary of State

Exhibit C



The ABD Story

Our reputation precedes us. Our best is ahead of us.

Allow us to introduce ourselves, or rather, reintroduce ourselves. We're ABD, an independent insurance collective with a revolutionary approach: be better.

And yes, it's as simple as it sounds.

We're a select and growing group of professionals who believe that people come before policies. Professionals who believe that in order to succeed, insurance and risk management must become synonymous with innovation. People who believe that together is the only way forward as a company, as an industry, and most importantly, as an advocate for our clients.

The industry is changing – both in what clients need, and what brokerages need to offer. A better experience awaits. Here's how we'll make it better:

STEP 1: MAKE INSURANCE APPROACHABLE

The insurance industry is one big grey area. Too much jargon, too much paperwork, too much fine print, and ineffective collaboration. It's time to honor our roots – helping our clients pursue their goals and dreams through simplicity and service.

STEP 2: INTRODUCE SMART-MINDED TO LIKE-MINDED

STEP 3: FIND INDEPENDENCE TOGETHER

The ABD Story | ABD Insurance & Financial Services

Page 2 of 2

STEP 4: USE TECHNOLOGY FOR GOOD

STEP 5: CHANGE THE INSURANCE WORLD

Because together is the only way we work. Together we'll build the next great independent insurance brokerage. One that brings the boutique approach to the insurance industry. One that bases our success on your success. One that is all about giving you the freedom to pursue your goals and dreams (while we pursue ours).

We're saving you a seat, a cup of coffee, and some face time. Give us a call, shoot us an email, tweet, or text. We'd love to talk.

Connect with Us

ADD US ON LINKEDIN

FOLLOW US ON TWITTER

LIKE US ON FACEBOOK

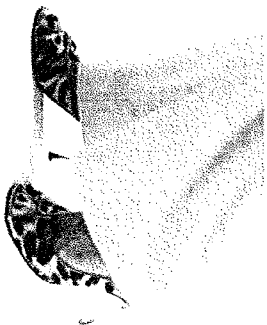
© Copyright 2012 ABD. All rights reserved. License #0455918.

[Privacy Policy](#)

[Terms & Conditions](#)

| 866-COOL-ABD

Exhibit D



Our History

Traditionally Different.

It was a simple observation. More and more, the insurance brokerage market was being dominated by public and private equity-backed firms. In other words – good news for their shareholders, but not necessarily the best news for their clients.

The Insurance Leadership Network, Inc. (ILN), founded in 2009, saw this as an opportunity. And as a chance to create a new company for like-minded professionals to partner with and build the next great independent insurance brokerage. A place that's independently managed, internally perpetuating, and run like a boutique to redefine the way insurance services are delivered.

In August of 2011, two local firms joined the ILN effort – JLV Insurance Services and Advanced Professionals Insurance and Benefit Solutions, firms with outstanding people, excellent reputations and loyal customers. Together they became the platform for ILN, dedicated to building a better way forward, while bringing a rich history that goes all the way back to 1936, to the origins of JLV.

But ILN also had ties to another iconic independent firm, ABD Insurance and Financial Services, founded in 1990 through the merger of Alburger de Grosz Insurance Services and the Mario L. Basso Company, whose history traces back to 1946. Connected through shared history and family, the ILN team began to look for ways to incorporate all the rich tradition of ABD. This included securing the ABD name and attracting like-minded professionals looking to claim independence and become a part of creating a better way to do business.

Today, we're building upon its legacy. Our dedication to better service remains unchanged. This isn't a refresh of an old company; it's a complete reimagination of an entire industry under three letters.

You're standing on the ground floor of where the next 20+ years of insurance is headed. Join us in making some more history.

Our History | ABD Insurance & Financial Services

Page 2 of 2

Connect with Us

[ADD US ON LINKEDIN](#)

[FOLLOW US ON TWITTER](#)

[LIKE US ON FACEBOOK](#)

© Copyright 2012 ABD. All rights reserved. License #0H55918.

[Terms & Conditions](#)

[Privacy Policy](#)

| 866-COOL-ABD

<http://theabdtream.com/our-story/what-we-do>

7/20/2012

Exhibit E

The ABD Team: Overview | LinkedIn

Page 1 of 2

Search

Account Type: Basic | Upgrade

Kerry Thompson

Add Connections

Companies

[Attn: Paralegals - Earn a Master's in Conflict Resolution. Online and Accredited. Learn more.](#)

Companies The ABD Team



Allow us to introduce ourselves, or rather, reintroduce ourselves. We're ABD, an independent insurance collective with a revolutionary approach: be better.

And yes, it's as simple as it sounds.

We're a select and growing group of professionals who believe that people come before policies. Professionals who believe that in order to succeed, insurance and risk management must become synonymous with innovation. People who believe that together is the only way forward as a company, as an industry, and most importantly, as an advocate for our clients.

The industry is changing – both in what clients need, and what brokerages need to offer. A better experience awaits. Here's how we'll make it better:

Specialties

Insurance, Retirement, Employee Benefits, D&O, Property & Casualty, Workers Compensation, E&O, Life Sciences

less

Follow

85 Followers

Add a Follow Company button to your web site



Follow

Get it now

How you're connected



33 Employees on LinkedIn

[View all connections »](#)

Company Updates

The ABD Team has a new Assistant Vice President

Dorothy Billingsley is now Assistant Vice President

Like 2 days ago

The ABD Team has a new Vice President, Account Executive

Cheryl Cohen, ARM-E is now Vice President, Account Executive, was Vice President, Technology Insurance Practice at Wells Fargo Insurance Services

Like (1) 2 days ago

The ABD Team We're delighted to announce the re-launch of ABD.

Like (8) Comment 3 days ago

Cathie Speakman, Carrie Sambel, and 6 others like this

Add a comment...

Employees (31)

**CEO**

Brian Hetherington, San Francisco Bay Area

Founding Principal

**Founding Principal**

Eric Long, San Francisco Bay Area

Ads by LinkedIn Members

**Attn: Paralegals**

Earn a Master's in Conflict Resolution. Online and Accredited. [Learn more.](#)

[Learn More »](#)**Advance Your Legal Career**

Specialize in e-Discovery, a Growing, \$2 Billion Industry. Get Free Info.

[Learn More »](#)

Type
Privately Held

Company Size
51-200 employees

Website
<http://www.theabdteam.com>

Industry
Insurance

Founded
1936

Headquarters

3 Waters Park Drive
Suite 100
San Mateo, CA 94403
UNITED STATES

Viewers also viewed

INB Insurance

ABD Insurance

Services

and Financial

The ABD Team: Overview | LinkedIn

Page 2 of 2

Search...

Account Type: Basic | Upgrade

Kerry Thompson

Add Connections

Companies



Founding Principal

Erik Stenson, San Francisco Bay Area

This

Corporation

Services

Founding Principal

More Insights »

See more employees »

LinkedIn Company Profile was created by LinkedIn and is about The ABD Team. This page is not endorsed by or affiliated with The ABD Team. For questions regarding LinkedIn Company Profiles contact us.
Interactive Data Quotes delayed 15 minutes for NASDAQ. 20 minutes for NYSE and AMEX. Market Data provided by Interactive

Data, Terms & Conditions. Powered and implemented by Interactive Data Managed Solutions

[Help Center](#) [About](#) [Blog](#) [Careers](#) [Advertising](#) [Recruiting Solutions](#) [Tools](#) [Mobile](#) [Developers](#) [Publishers](#) [Language](#) [Upgrade Your Account](#)[LinkedIn Corporation © 2012](#) [User Agreement](#) [Privacy Policy](#) [Copyright Policy](#) [Send Feedback](#)

Exhibit F

Kurt de Grosz | LinkedIn

~~Specialties~~

Attn: Paralegals - Earn a Master's in Conflict Resolution. Online and Accredited. Learn more. From: Abilene Christian University

Kurt de Grosz

President & Co-Chair at The ABD Team

San Francisco Bay Area Insurance

Current **President & Co-Chair at The ABD Team**
Founder at Insurance Leadership Network

Past Senior Vice President at Vertafore, Inc.
President & Co-Founder at BenefitPoint
Vice President at ABD Insurance and Financial Services
see all

Education University of California, Berkeley - Walter A. Haas School of Business
University of California, Los Angeles

Connections **500+** connections

Public Profile <http://www.linkedin.com/pub/kurt-de-grosz/4/a13/970>

Share

PDF

Print

Summary

Twenty years of progressive insurance industry and software industry experience as a sales professional, operations executive, executive officer, founder and CEO with focus on visionary product and systems development to transform the insurance industry to meet 21st century business requirements.

"I now believe that when true leaders and leadership teams are stationed strategically throughout the company, and hierarchy has been eliminated, people will be freed up to work together more effectively, efficiently, and creatively. They will exercise more initiative and get more ideas, and they will be far more likely to want to work together in harmony with one another and with optimism and enthusiasm, and to like their work."

- the late Marvin Bower, co-founder of McKinsey & Company

Specialties

Team building, brand development, innovation, customer acquisition.

Experience

President & Co-Chair

The ABD Team

Privately Held; 51-200 employees; Insurance industry
July 2012 – Present (1 month)

The ABD Team is the continuation of the ILN vision to build the next great independent insurance brokerage operation.

Founder

Insurance Leadership Network

2009 – Present (3 years)

ILN was formed as a search fund to build the next great independent insurance brokerage. Advanced Professionals Insurance & Benefit Solutions and JLV Insurance Services joined the effort, forming the ILN platform in August 2011. In July 2012 we changed our name to ABD.

Senior Vice President

Vertafore, Inc.

Privately Held; 1001-5000 employees; Computer Software industry
September 2006 – March 2009 (2 years 7 months)

Vertafore is a \$300M privately held firm that offers a family of connected technology and information solutions for the insurance distribution channel. With over 15,000 agencies, 1,000 carriers, and 200,000 end users, Vertafore is one of the

Kurt de Grosz | LinkedIn

leading providers of software and services in the insurance industry.

- Managed the transition and integration of the BenefitPoint acquisition.
- Participated in corporate strategic planning as a member of the Executive Committee.
- Managed one of five business units and reported directly to the CEO.

President & Co-Founder

BenefitPoint

Privately Held; 51-200 employees; Computer Software industry
January 1999 – September 2006 (7 years 9 months)

BenefitPoint was formed to create the first web-based application for client management and procurement in the employee benefits industry. Today, BenefitPoint is the leading solution adopted by the largest employee benefit consulting firms in the United States, who use BenefitPoint to manage benefit programs for over 120,000 employers.

In September 2006, BenefitPoint was acquired by Vertafore as the key component of Vertafore's strategy to expand its technology and service solutions beyond property & casualty and into the growing employee benefits market.

- Wrote the business plan, co-founded the company, and raised over \$100M in venture financing.
- Built and delivered the insurance industry's first web-based client management and procurement solution specifically designed for employee benefits, and the first broadly adopted insurance application delivered as software as a service.
- Built BenefitPoint into the market leader then negotiated the sale to Vertafore.

Vice President

ABD Insurance and Financial Services

Public Company; 501-1000 employees; Insurance industry
1994 – 1999 (5 years)

ABD, acquired by Wells Fargo Insurance Services in 2007, is a diversified insurance and financial services firm that offers commercial property & casualty, employee benefits, and risk management consulting to business clients across the United States and worldwide. Before being acquired by Wells Fargo, the company was ranked among the top 15 insurance brokerage firms in the United States with over \$170M in annual revenues.

- Provided risk management sales and consulting to Silicon Valley companies.
- Co-designed and implemented CyberSure, ABD's award-winning interactive client website, now the nationwide proprietary client portal for Wells Fargo Insurance Services.

Underwriter

Transamerica Insurance Group

1989 – 1992 (3 years)

As a wholly-owned subsidiary of Transamerica Corporation, TIG was a leading provider of commercial lines and personal lines property & casualty insurance in the United States.

- Underwrote commercial lines property & casualty insurance sourced by insurance brokerage operations throughout Northern California.

Education

University of California, Berkeley - Walter A. Haas School of Business

MBA

1992 – 1994

University of California, Los Angeles

BA, English

1985 – 1989

Business Administration Specialization

Kurt de Grosz | LinkedIn

Contact Kurt for:

consulting offers
job inquiries
business deals
getting back in touch

new ventures
expertise requests
reference requests

Send a message to Kurt de Grosz

Send InMail

LinkedIn Corporation © 2012

Exhibit G

Work in Legal Profession? - Want a change? Check Out All the Available Positions at State Farm® Today! From: **State Farm Insurance**



Brian Hetherington

CEO at The ABD Team
San Francisco Bay Area Insurance

3rd

Current CEO at The ABD Team

Board Member at Rebuilding Together Peninsula
YMCA Advisory Board at YMCA - Mission

Past Wells Fargo Insurance - EVP & Regional MD - San Francisco Bay Area at Wells Fargo Insurance
President, Property & Casualty - Western United States at Wells Fargo Insurance Services
SVP Sales & Service, Managing Director at ABD Insurance and Financial Services (Acquired by Wells Fargo in 2007)
see all

Education Northwestern University - Kellogg School of Management
Northwestern University
Portsmouth Abbey
see all

Recommendations 18 people have recommended Brian

Connections 500+ connections

Websites SF Business Times Profile

Twitter Follow @theabdteam
Follow @brianhetheringt

Public Profile <http://www.linkedin.com/pub/brian-hetherington/0/17/60b>

Share

PDF

Print

Flag

Summary

Over my career, I've gone into companies and offices with an open attitude of trying to drive success while building culture. I love working with dynamic teams to solve problems while advancing the cause of the company... I've now done this at several companies, and look forward to making even a larger contribution at my next company.

I took a course with Deepak Chopra at Kellogg called the "Soul of Leadership" which was instrumental in how I approach the teams I am fortunate to work with.

The circle is as such - if you care about your teams, and they care about each other and their clients, your clients will care about you. I've been incredibly lucky to have had this experience at MCI, NightFire, and most recently abd/Wells Fargo Insurance.

Specialties

Developing results oriented sales and service teams, management, raising venture capital, competitive analysis, financing, mergers and acquisitions, creating a work place that values "WORK, LOVE, PLAY."

Experience

CEO

The ABD Team

Privately Held; 51-200 employees; Insurance industry
July 2012 - Present (1 month) San Francisco Bay Area

Working with 110 of the best and brightest in the insurance brokerage business operating in the San Francisco Bay Area.

Board Member

Rebuilding Together Peninsula

Nonprofit; 1-10 employees; Nonprofit Organization Management industry
2009 - Present (3 years)

Work with team to raise funds, and leverage social media with Stanford Board Fellows program.

YMCA Advisory Board

YMCA - Mission

2007 - Present (5 years)

Worked with Hank Bannister for the major fundraisers for the Mission YMCA - the Pro Am Golf Tourney at Pasatiempo and the Sip and Savor Wine Tasting

Wells Fargo Insurance - EVP & Regional MD - San Francisco Bay Area

Wells Fargo Insurance

Public Company; 10,001+ employees; WFC; Insurance industry
January 2009 - January 2012 (3 years 1 month) San Francisco Bay Area

Responsible for team of 450+ Corporate Insurance and Personal Insurance Specialists in;

- Employee Benefits,
- Property & Casualty,
- Directors & Officers,
- Technology Specializations (International Clinical Trials)
- Construction/Surety/Real Estate,
- High Net Worth Personal P&C and Life Insurance,
- and 401k

teams in the SF Bay Area, including offices in San Francisco, San Carlos, Petaluma, Walnut Creek, and Scotts Valley.

We provide a balanced legal, business, and underwriting approach for our clients.

We are the largest broker in the bay area, and the fourth largest globally.

"Being bigger doesn't make you better; being better makes you bigger..." Dick Kovacevich

We've grown our team from \$20 m revenue to \$80 m revenue since 2003 by focusing on exceptional client service and teamwork. Learn more at www.wellsfargo.com/wfis

Brian has 9 recommendations (4 reports, 5 co-workers) including:

- (3rd) Sandy O., *Senior Vice President, Wells Fargo Insurance Services*
- (3rd) Cindy W., *Business Development Officer, VP, Wells Fargo Insurance Services*

President, Property & Casualty - Western United States

Wells Fargo Insurance Services

Public Company; 601-1000 employees; Insurance industry

July 2007 – January 2009 (1 year 7 months)

Responsible for leading and managing the Western United States as one of four key executives integrating the abd and WFIS/Accordia merger.

Brian has 1 recommendation (1 partner) including:

- (3rd) Garrett K., *President, Northwestern US, Crump Group*

SVP Sales & Service, Managing Director

ABD Insurance and Financial Services (Acquired by Wells Fargo in 2007)

Public Company; 601-1000 employees; Insurance industry

July 2003 – June 2007 (4 years)

Managing Director for ABD's Technology Practice, serving 31 of the top 100 technology companies in the valley.

The Technology team is comprised of 100+ individuals selling and servicing a variety of insurance products (D&O, Workers Compensation, Property & Casualty) into high tech companies such as Adobe, Symantec, and Yahoo!

Brian has 3 recommendations (1 report, 1 co-worker, 1 partner) including:

- (3rd) John S., *Director of Risk Management, SanDisk*
- (3rd) Eric L., *Senior Vice President - Technology Practice (formerly ABD), Wells Fargo Insurance Services*

VP WW Sales and Service

NightFire Software

August 1999 – July 2003 (4 years)

Managed sales and service team that sold software (on site and asp) to wireline and wireless telecommunications carriers including AT&T, Verizon, Cingular, Telecom Italia, NTT, and MCI Worldcom.

Brian has 4 recommendations (2 managers, 1 co-worker, 1 partner) including:

- Danny T., *Management Consulting, Business Development, Global Alliances, Sales and Marketing, Accenture, Deloitte, Neustar (NightFire), Clarus*
- (3rd) David S., *SVP WW Sales and Service, NightFire Software (Acquired by NewStar)*

Advisory Board

St. Phillips Parish Council

1999 – 2003 (4 years)

Director of Sales, Western Region

NET

September 1998 – August 1999 (1 year)

Ran western region sales and service for Network Equipment Technology's enterprise and carrier group.

Strategic Account Sales Manager

MCI

Public Company; 10,001+ employees; VZ, Telecommunications industry

August 1996 – August 1998 (2 years 1 month)

Managed sales team of 12 Senior Account Managers covering National Accounts in Northern California. Achieved MCI's highest honor of President's Club in for 1997 and 1998.

Senior Account Manager

MCI WorldCom

Public Company; 10,001+ employees; VZ, Telecommunications industry

March 1990 – August 1996 (6 years 6 months)

Top data and voice sales person for 4 years through key sales to Netscape (first DS-3 to the internet in 1994), SCO, UCA&L, and CISCO.

Brian has 1 recommendation (1 co-worker) including:

- Farooq H.

Skills & Expertise

Sales Sales Management Technology Prospecting Mergers Commercial Insurance Property & Casualty Insurance

Insurance Health Insurance Strategy Visionary Highly motivated self-starter Great Motivator Values Alignment
Values-based Leadership Integrity Open Office

Education

Northwestern University - Kellogg School of Management

The Managers Program (evening program), Business
1989 – 1992

William McGovern Scholarship

Activities and Societies: The Managers Program (89-92), Executive Program (2002-2003)

Northwestern University

BA, Political Science, Economics

September 1984 – June 1988

Activities and Societies: Deru Honor Society, High Honors Political Science, Sigma Chi, VP InterFraternity Council (IFC)

Portsmouth Abbey

1980 – 1984

Activities and Societies: Valedictorian, Head Prefect (Student Body President), Captain Wrestling Team, Varsity Lacrosse

Tuxedo Elementary School

1973 – 1980

CSB

Recommendations For Brian

Wells Fargo Insurance - EVP & Regional MD - San Francisco Bay Area

Wells Fargo Insurance

"My working directly with Brian began when ABD, which became Wells Fargo during the acquisition, acquired my insurance agency. Having owned my own business for nearly 20 years and worked independently for so long, my team and I approached our integration into Brian's much larger organization with great trepidation. Three years later my entire team expressed to me what an excellent move it had been and Brian's leadership at the top of our region and office made the difference. Several of my team have been promoted and widely recognized throughout the organization for their skills and contributions. Brian created a welcoming and collegial atmosphere and has supported us, and everyone in our office. Everyone in our region, from producers to the guys in the mailroom, felt personally loyal to Brian because we all knew, he had our backs and would advocate for us whenever he could. Indeed, he puts his management philosophy to work making the entire office a team to propel individual and organizational success. I've spent many, many years in the insurance industry and he is one of the best, if not the best, leader with whom I have ever had the pleasure of working." *March 28, 2012*

(3rd) Sandy O., *Senior Vice President, Wells Fargo Insurance Services*
reported to Brian at Wells Fargo Insurance

"Brian was the one who talked me into taking the leap into the wonderful world of insurance, and recognized in me what I didn't see myself - I love sales! I am grateful to have worked directly under him for nearly four years and to still call him a friend. I've met very few people who are so passionate about what they do, and so open to constantly learning and becoming a better leader and a better person." *March 15, 2012*

(3rd) Cindy W., *Business Development Officer, VP, Wells Fargo Insurance Services*
reported to Brian at Wells Fargo Insurance

"Brian is a proven leader. He puts teams and individuals in positions to succeed. His thoughtful and charismatic leadership style leads to success and loyalty." *March 13, 2012*

Frank R., *Vice President, Wells Fargo Insurance Services*
worked indirectly for Brian at Wells Fargo Insurance

"I worked closely with Brian on Wells Fargo Insurance Services' Marketing Advisory Board, which is responsible for guiding the businesses' strategic marketing efforts. Brian is a very strategic senior executive leader with a great combination of sales, marketing, and technical savvy. He has proven experience bringing together salespeople from varying backgrounds and varying levels of experience to form teams that consistently exceeded sales objectives. He is also very supportive of his sales team. Brian went above and beyond to recognize members of his team through Risk & Insurance's Power Broker award – nominating 9 team members and securing 8 wins. Brian would be a great addition to a senior management team looking for leadership and creativity. His tremendous network is a plus." *March 12, 2012*

(3rd) Ellen S., *Marketing Communications Manager, Wells Fargo Insurance Services*
worked indirectly for Brian at Wells Fargo Insurance

"Brian's business leadership strength is perhaps only eclipsed by unquestionable passion for his team's morale and cohesion. Brian almost single-handedly promoted an atmosphere of team work, personal well being, and an optimistic of future success. He has earned, many times over, a special place in the hearts of all those who have worked with him." *March 7, 2012*

Michael T., *Senior Broker, Wells Fargo Insurance Services*
worked indirectly for Brian at Wells Fargo Insurance

"I feel fortunate to have had the opportunity to work with Brian. He is an inspiring leader who instills trust amongst his team members rooted from his foundation of consistent integrity. I could count on Brian to provide clear direction in a fun, collaborative environment." *March 6, 2012*

(3rd) Eric L., *Senior Vice President - Technology Practice (formerly ABD), Wells Fargo Insurance Services*
reported to Brian at Wells Fargo Insurance

"Brian Hetherington has the "right stuff" to drive outstanding performance within an organization. He works and plays with real heart. Brian is

extremely effective leading change and building passionate loyal teams. He made risk management and insurance fun - believe it or not." *March 2, 2012*

(3rd) Jan K., *Senior Vice President/Technology Insurance Practice, Wells Fargo Insurance Services USA, Inc.*
reported to Brian at Wells Fargo Insurance

"I have had the pleasure of working with Brian for the past several years. Brian's innovative leadership enabled me to achieve significant professional growth. His laser-focused guidance, integrity and tenacity helped our San Francisco/South Bay region to become one of the most successful in the country. Brian's big-picture approach during a difficult economic climate had significant impact on our growth and success. I consider his support and guidance over the years to be a testimonial to his authenticity both professionally and personally. I hope to partner with Brian again someday." *March 1, 2012*

(3rd) Cristina V., *Senior Vice President/Team Leader, Wells Fargo Insurance Services*
worked indirectly for Brian at Wells Fargo Insurance

"Brian is an enthusiastic leader that is able to earn the respect and loyalty of his team while motivating them to achieve great things." *March 1, 2012*

(3rd) Keith M., *SVP & Managing Director - West Area Practice Leader for PRG, Wells Fargo Insurance Services*
worked indirectly for Brian at Wells Fargo Insurance

President, Property & Casualty - Western United States **Wells Fargo Insurance Services**

"Brian has been a well respected business partner of mine for a number of years. His pragmatic leadership style and vision appear vested in a predominant consideration of others' interests. Colleagues, business partners and investors are considered with long-term reasoning, ethics, and deference. Brian has a reputation for being veracious and I trust him greatly." *March 2, 2012*

(3rd) Garrett K., *President, Northwestern US, Crump Group*
was with another company when working with Brian at Wells Fargo Insurance Services

SVP Sales & Service, Managing Director **ABD Insurance and Financial Services (Acquired by Wells Fargo in 2007)**

"Brian is a great leader of the sales team. He was able to enter an established team and gained their trust and confidence by providing direction and balancing freedom and structure. He quickly learned about the insurance industry, products and people to be able to represent ABD well in the marketplace. On top of all that, he's a nice guy with a high level of integrity." *March 13, 2012*

(3rd) John S., *Director of Risk Management, SanDisk*
worked directly with Brian at ABD - Technology

"I feel fortunate to have had the opportunity to work with Brian. He is an inspiring leader who instills trust amongst his team members rooted from his foundation of consistent integrity. I could count on Brian to provide clear direction in a fun, collaborative environment." *March 6, 2012*

(3rd) Eric L., *Senior Vice President - Technology Practice (formerly ABD), Wells Fargo Insurance Services*
reported to Brian at ABD Insurance and Financial Services (Acquired by Wells Fargo in 2007)

"Brian is the archetype executive that is committed to making the right thing happen. I enjoy his energy and integrity." *June 16, 2009*

(3rd) Bryan B., *Managing Partner, Kaye/Bassman International*
was with another company when working with Brian at ABD - Technology Practice

VP WW Sales and Service **NightFire Software**

"I was lucky enough to work with and learn from Brian at NightFire. I've seen Brian help teams accomplish Herculean feats by his Passion and Leadership. People rally around Brian because he genuinely cares about them. He inspires loyalty, hard work, team spirit and fair play. Harmony is not easy to achieve in Sales and Brian is the best. He leads by example and understands that personal well being is directly integrated to Professional success. I can't say enough about Brian. He is truly unique and fun to be around." *June 14, 2012*

Danny T., *Management Consulting, Business Development, Global Alliances, Sales and Marketing, Accenture, Deloitte, Neustar (NightFire), Clarus*
worked with Brian at NightFire Software

"I had the pleasure of working with Brian Hetherington at NightFire Software. Brian is one of those rare sales leaders who balances overall leadership charisma (his sales team will do anything for him) with absolute maniacal focus on the details. His customers trust him and his people love him. I hope I have the pleasure of working with him again soon!" *April 16, 2012*

(3rd) David S., *SVP WW Sales and Service, NightFire Software (Acquired by NewStar)*
managed Brian at NightFire Software

"Brian ran the West Region initially and ultimately all of sales at NightFire. He has an uncanny ability to imbue a winning attitude, loyalty, enthusiasm, and urgency as a sales leader and manager and he does so with the most senior as well as junior folks on the team. His impressive accomplishments during and after my tenure at NightFire speak for themselves." *July 25, 2006*

(3rd) Keith G., *Senior Vice President, Sales and Field Operations, NightFire Software*
managed Brian at NightFire Software

"Brian's led a sales and service team that was able to effectively close huge sales in a difficult environment. I'd work with Brian again any time." *June 11, 2004*

(3rd) Ira E.,
was with another company when working with Brian at NightFire Software

Senior Account Manager **MCI WorldCom**

"Working with Brian on the Netscape account at this time was both challenging and exhilarating. His appreciation of the client needs and how best to meet their requirements was the key to the team success." July 13, 2005

Farooq H.,
worked with Brian at MCI WorldCom

Additional Information

Websites: • SF Business Times Profile

Twitter: Follow @theabdteam
Follow @brianhetheringt

Groups and Associations:

Software Developers Forum, Link SV, Northwestern Alumni Assn



California Workers' Compensation & Risk Conference
Join



Chief Financial Officer (CFO) Network - The #1 Group for CFOs
Join



Clean-Tech Investor Summit
Join



D&O Commercial Insurance
Join



E&O Commercial Insurance
Join



Foundation Network - MojaLink
Join



Global Insurance Network
Join



Insurance Industry Executives
Join



Kellogg Alumni Club - Bay Area
Join



Kellogg Alumni Entrepreneurs
Join



Kellogg Executive Education
Join



Kellogg School of Management
Join



Kellogg School of Management Insurance Professionals
Join



Link Silicon Valley, LLC
Join



Northwestern University Alumni
Join



Portsmouth Abbey School Alumni
Join



Risk Management & Insurance Professionals
Join



Risk and Insurance Management Society
Join



Sigma Chi - Omega Chapter
Join



Sigma Chi Fraternity
Join



The Classic MCI Alumni Group
Join



Vistage 916
Join



Young Insurance Professionals
Join



ex-MCI Alumni
Join



myBIO Community - Biotechnology connections
Join

Brian Hetherington | LinkedIn

<http://www.linkedin.com/profile/view?id=33707&authType=OPENL...>

Personal Information

Birthday: January 27

Contact Brian for:

- career opportunities
- new ventures
- expertise requests
- reference requests
- consulting offers
- job inquiries
- business deals
- getting back in touch

Send a message to Brian Hetherington

Get introduced through a connection

Send InMail Free

LinkedIn Corporation © 2012